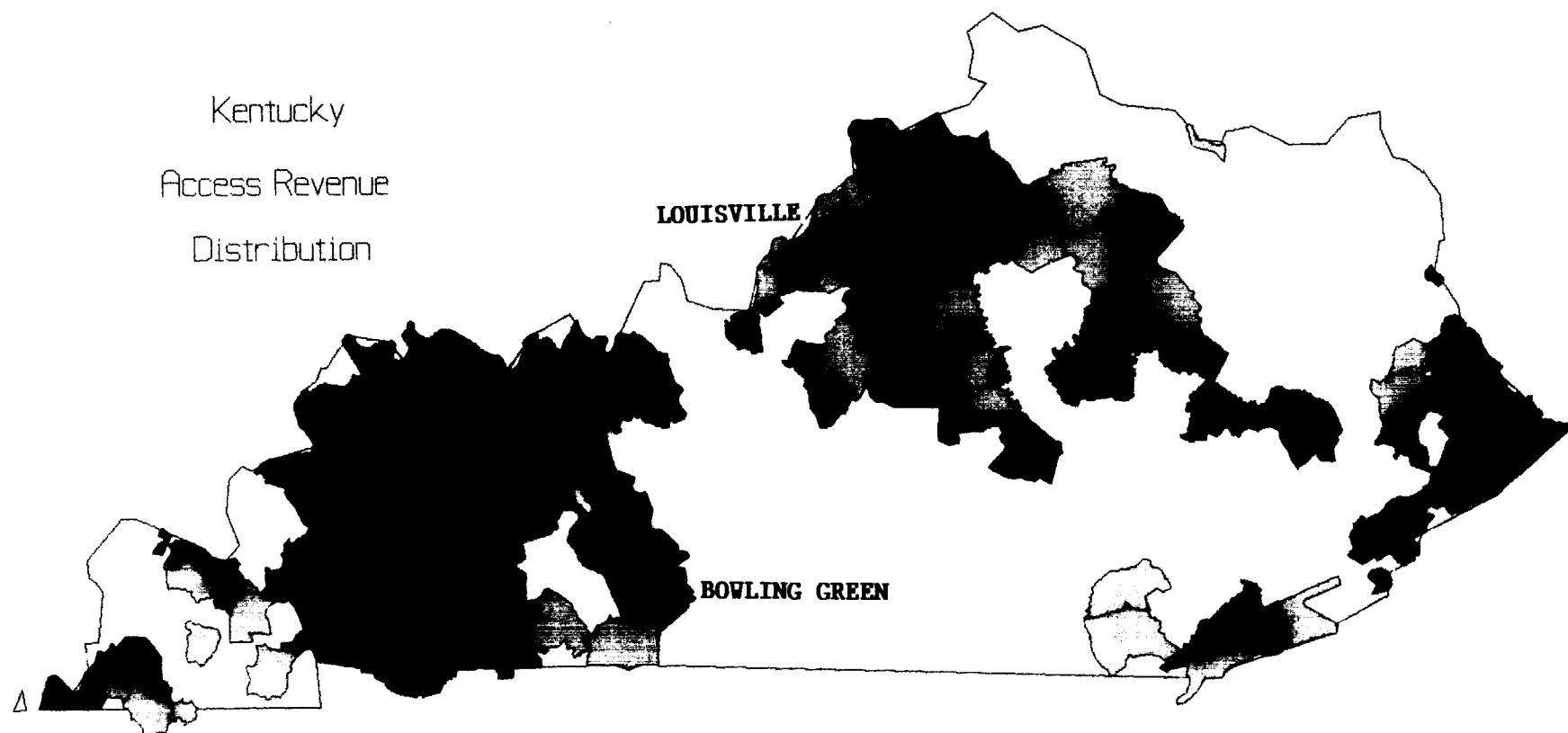


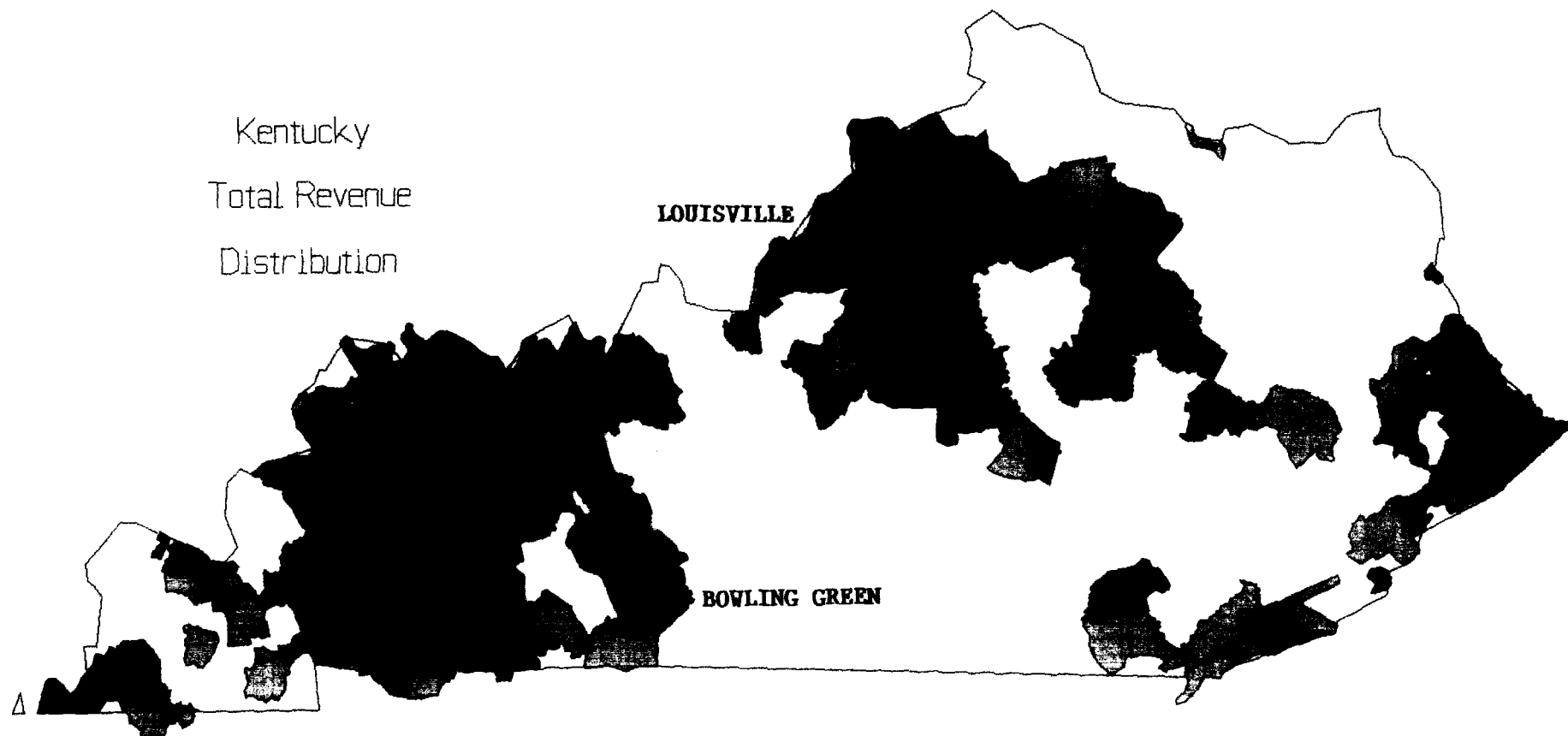
Kentucky  
Access Revenue  
Distribution



*Distribution of Revenues  
(# WCTRS) (% of BST Area)*

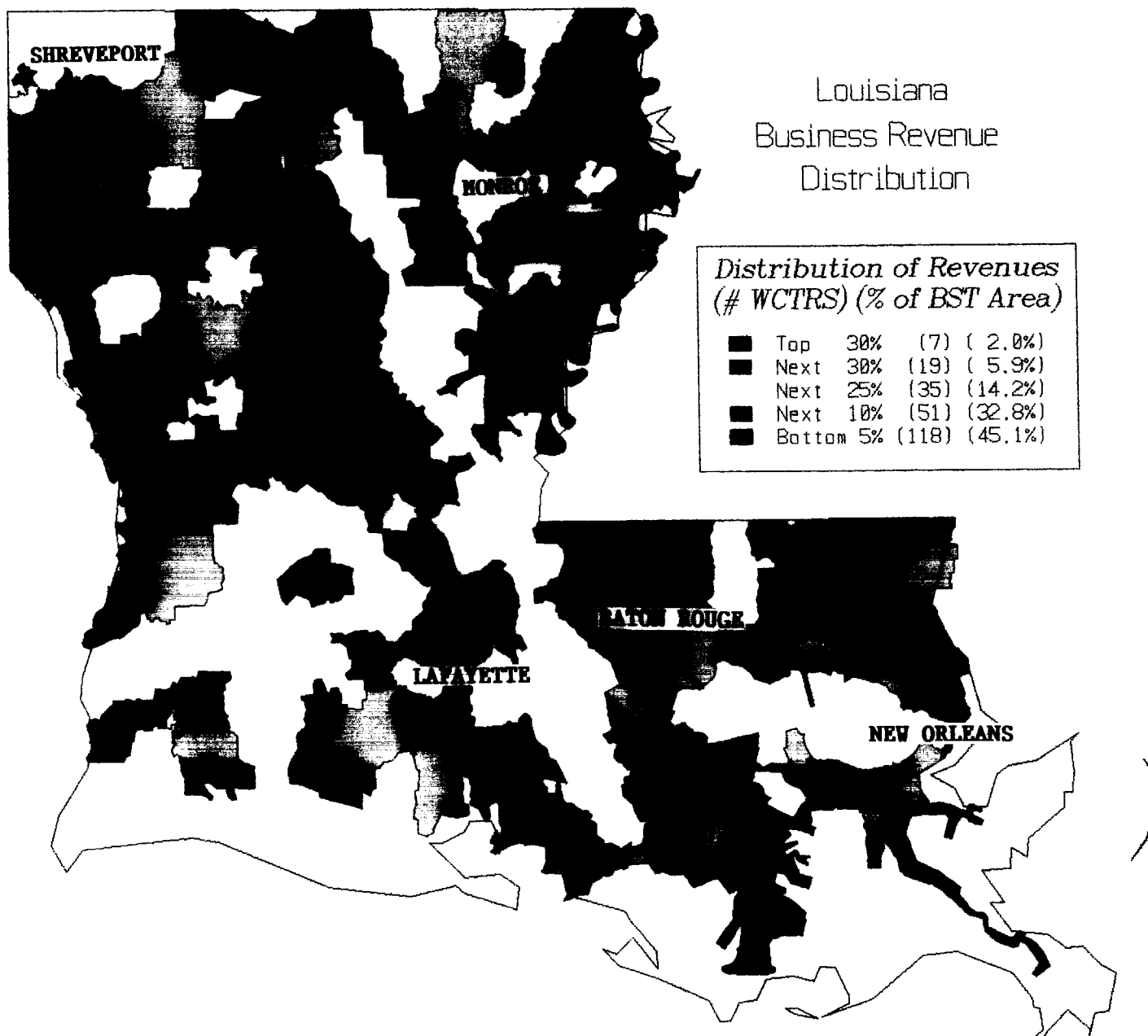
■	Top	30%	(6)	( 2.9%)
■	Next	30%	(15)	( 9.2%)
■	Next	25%	(34)	(22.2%)
■	Next	10%	(40)	(33.7%)
■	Bottom	5%	(84)	(32.0%)

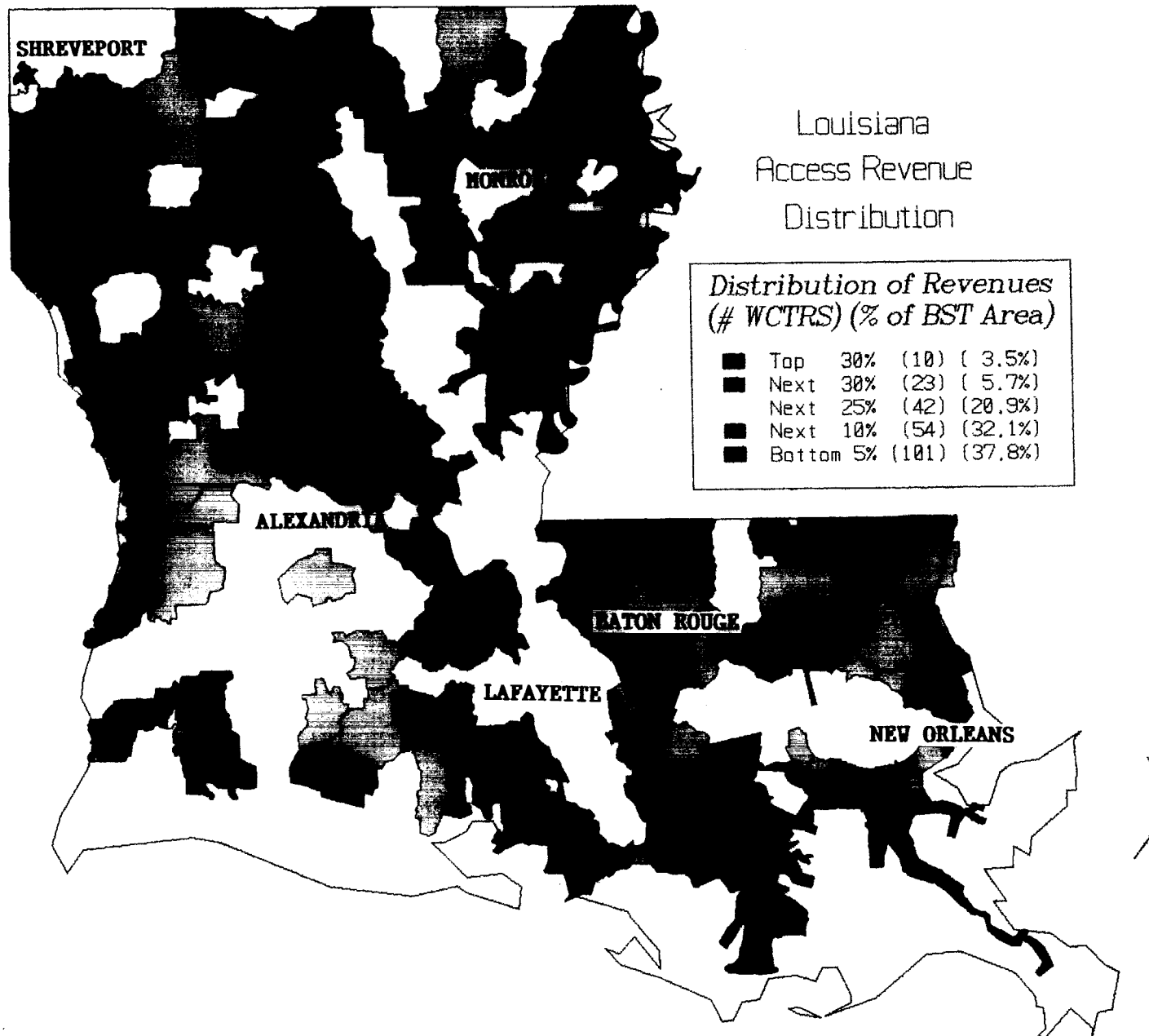
Kentucky  
Total Revenue  
Distribution

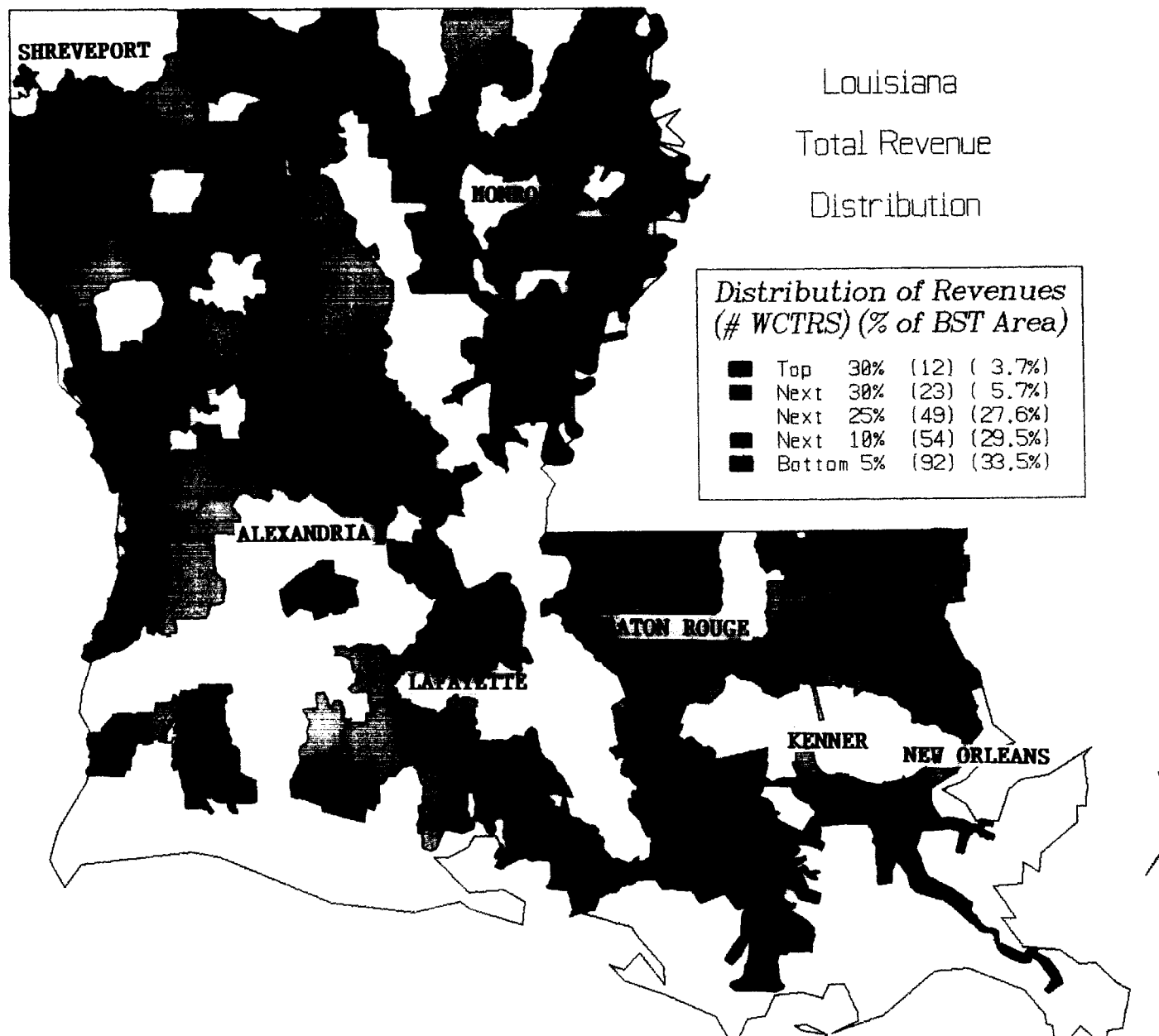


*Distribution of Revenues  
(# WCTRs) (% of BST Area)*

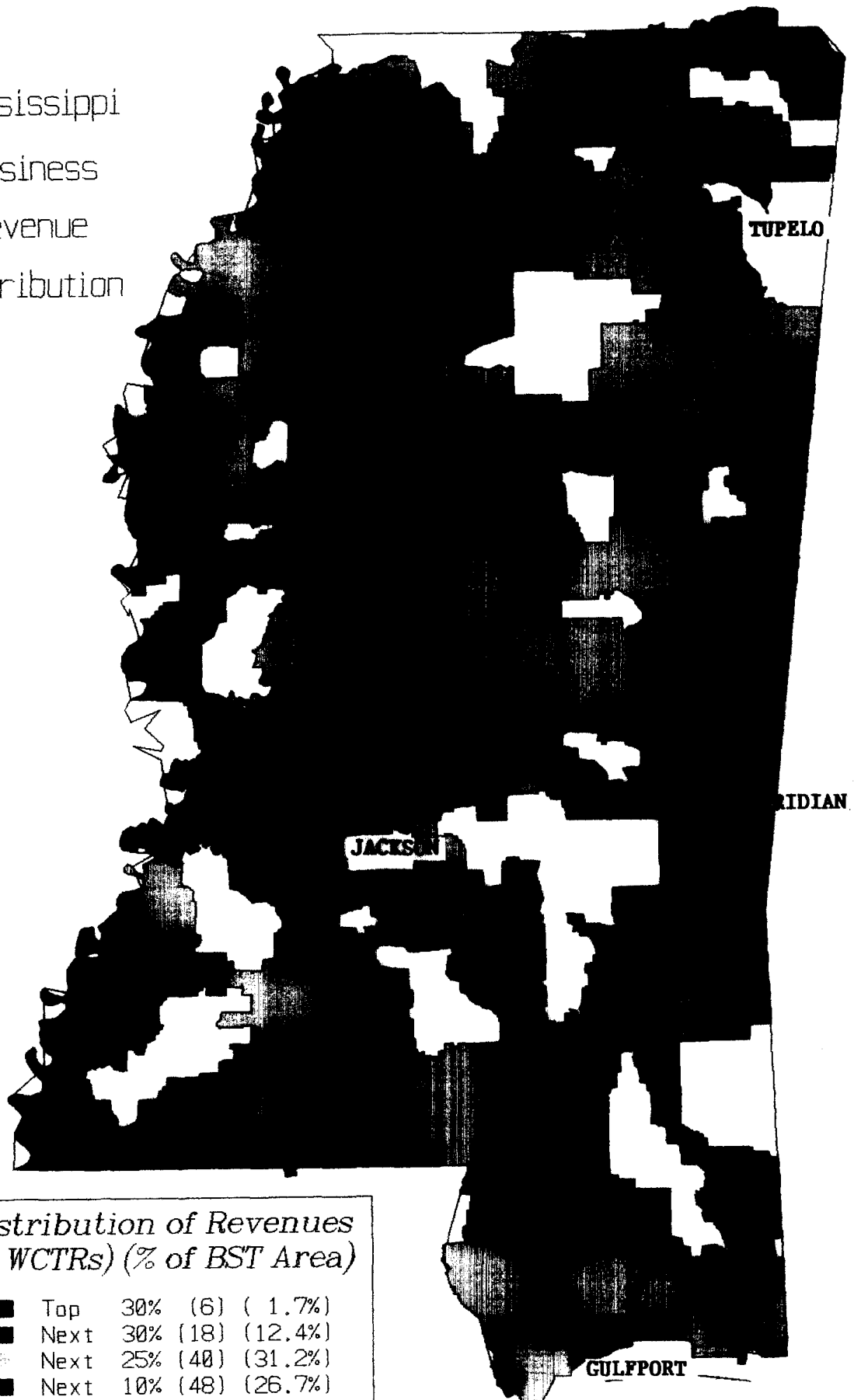
■	Top 30%	(7)	( 3.1%)
■	Next 30%	(18)	(10.2%)
■	Next 25%	(40)	(31.9%)
■	Next 10%	(44)	(30.2%)
■	Bottom 5%	(70)	(24.6%)



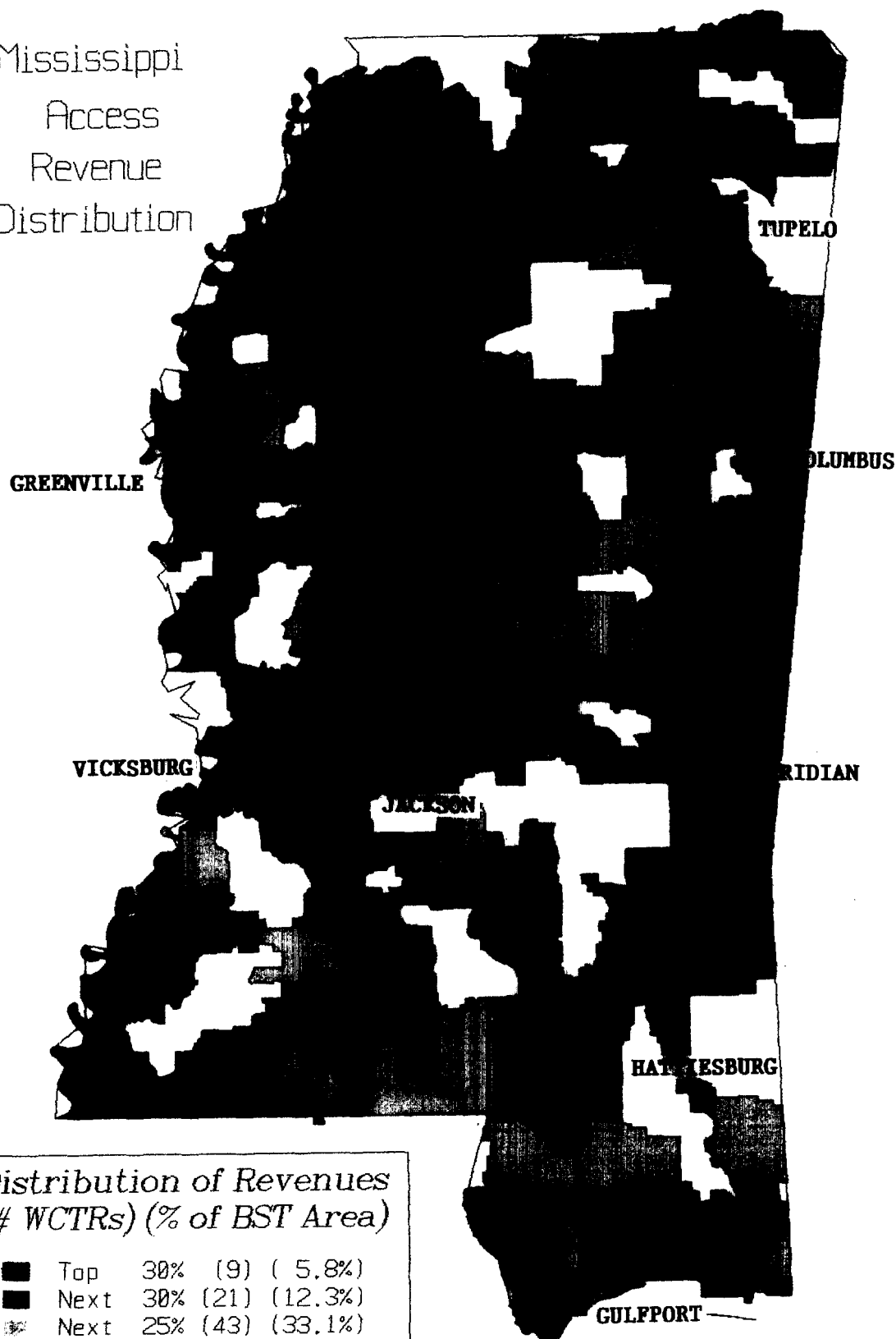




Mississippi  
Business  
Revenue  
Distribution



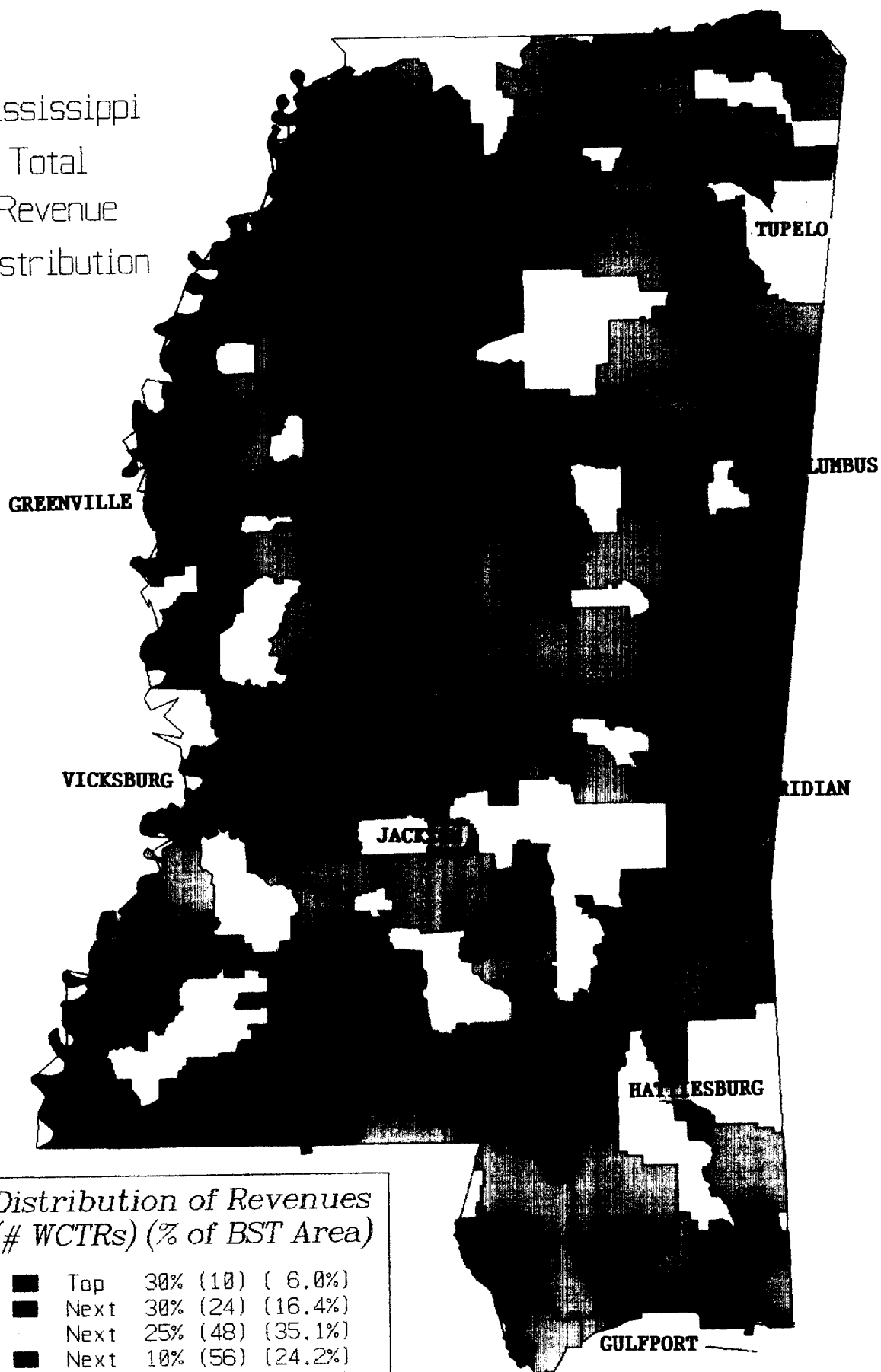
Mississippi  
Access  
Revenue  
Distribution



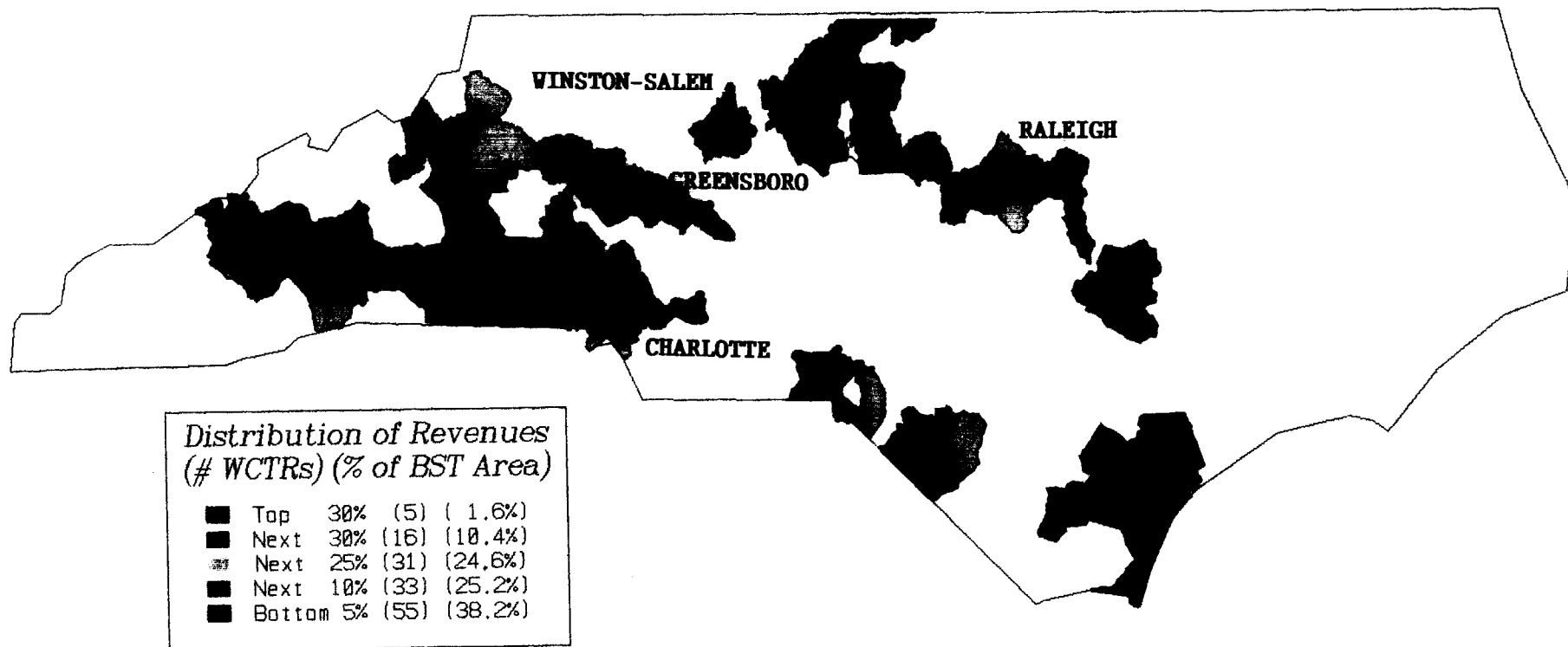
*Distribution of Revenues  
(# WCTRs) (% of BST Area)*

■	Top	30%	(9)	( 5.8%)
■	Next	30%	(21)	(12.3%)
■	Next	25%	(43)	(33.1%)
■	Next	10%	(55)	(26.3%)
■	Bottom	5%	(78)	(22.5%)

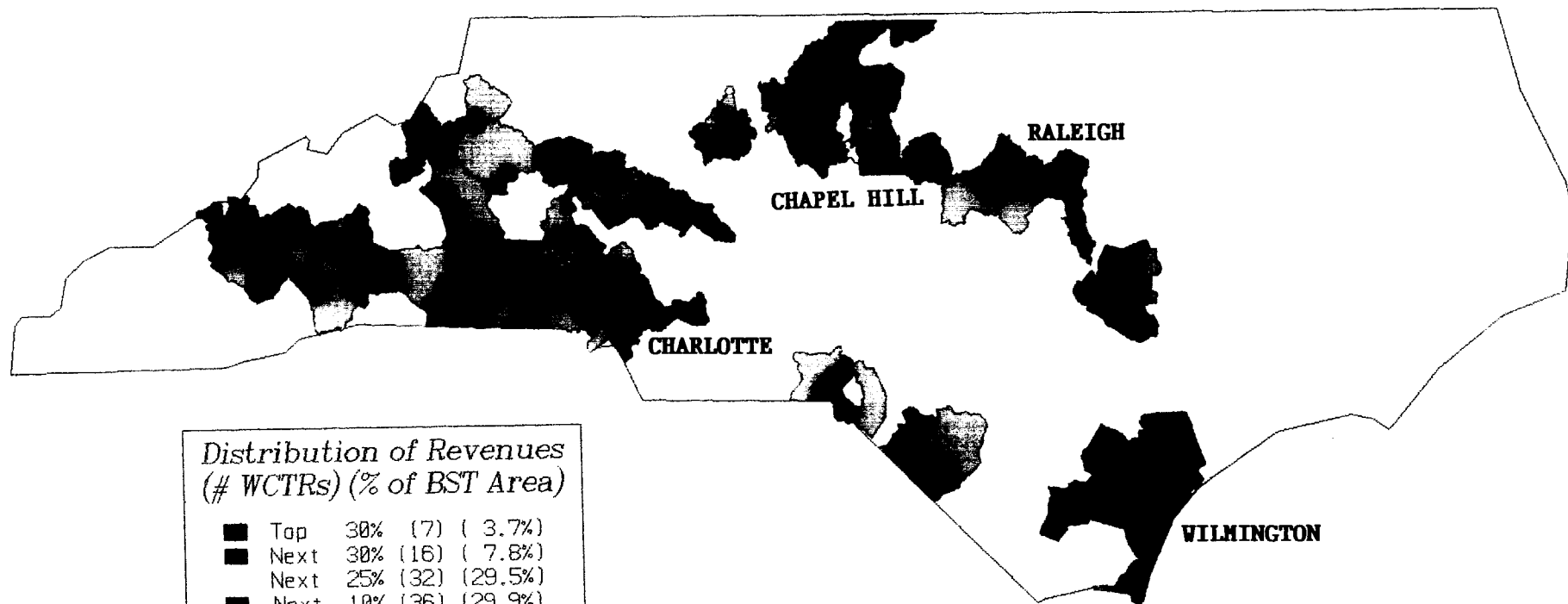
Mississippi  
Total  
Revenue  
Distribution



# North Carolina Business Revenue Distribution



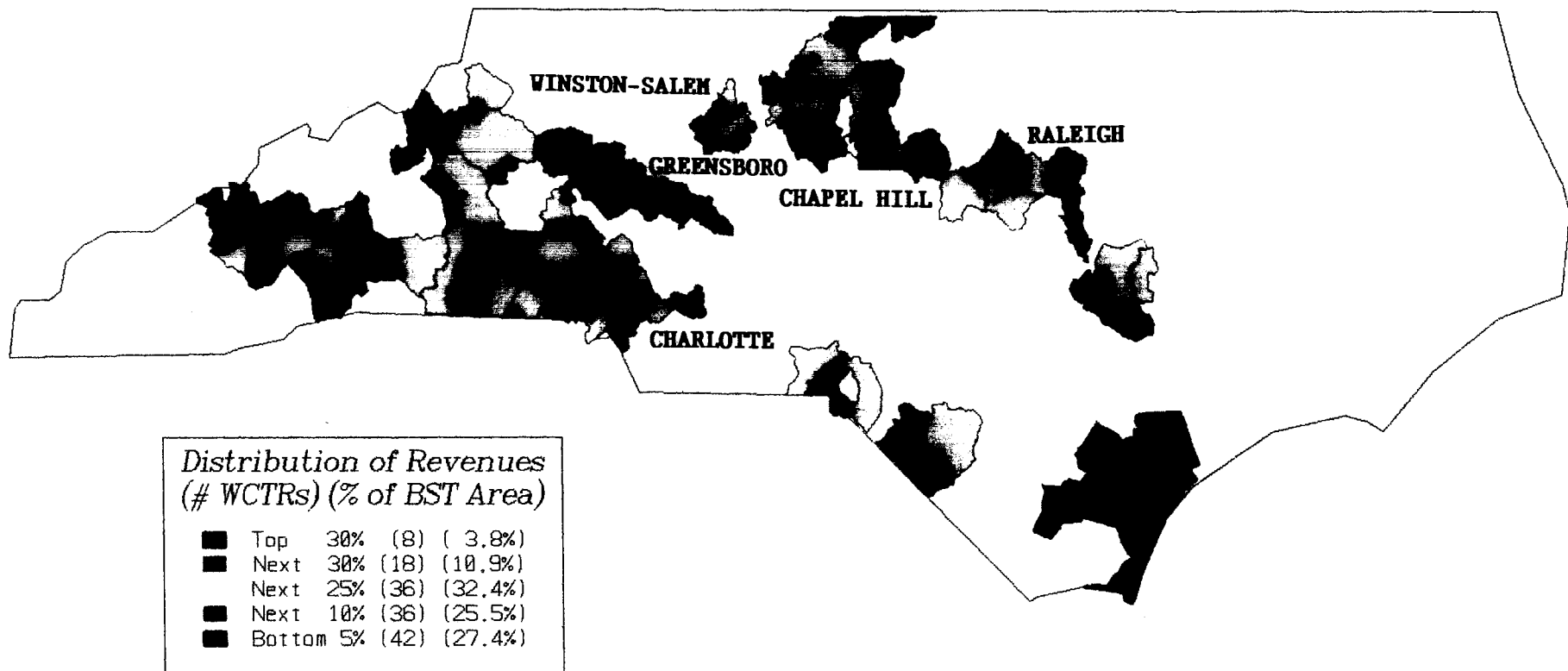
North Carolina  
Access Revenue Distribution

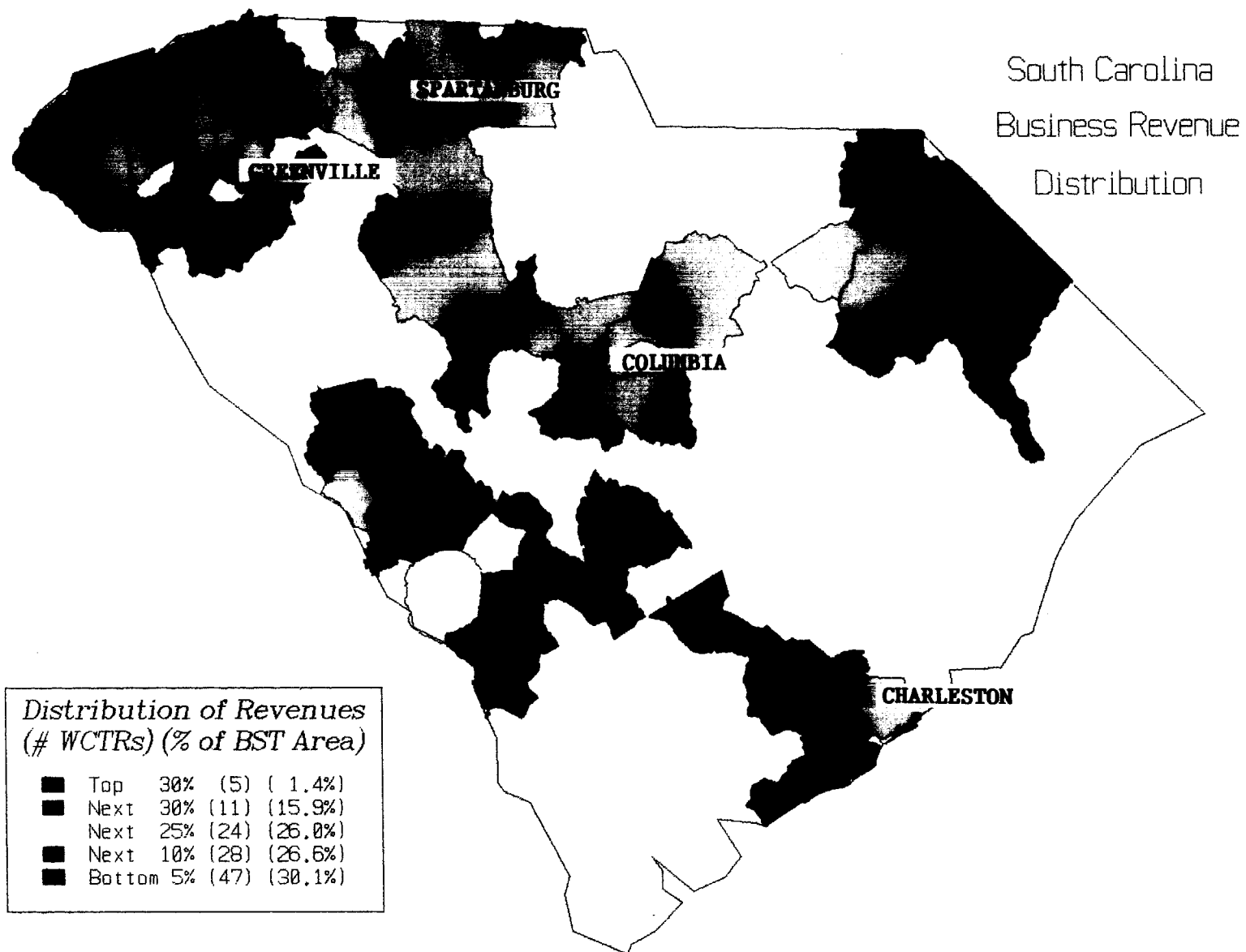


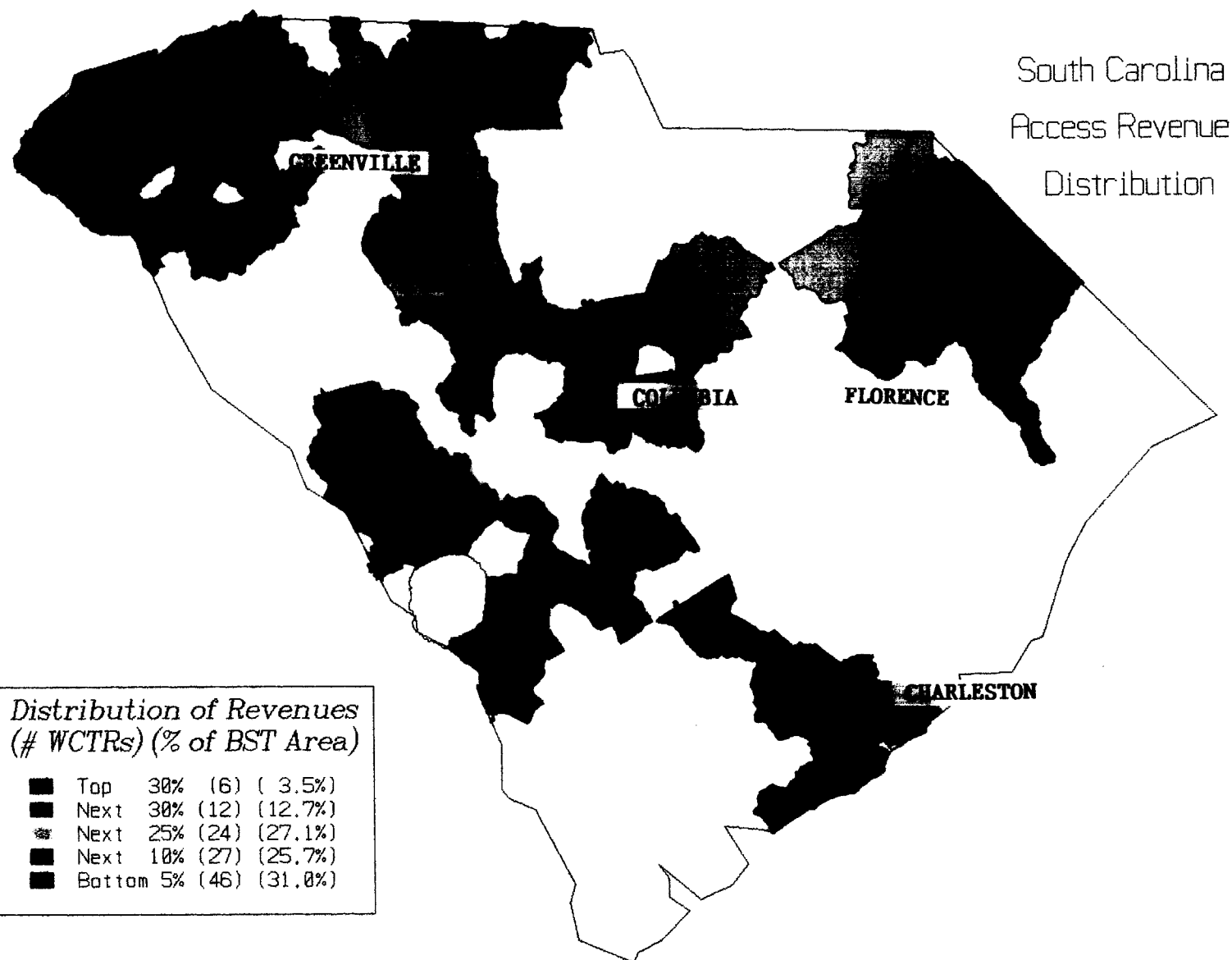
*Distribution of Revenues  
(# WCTRs) (% of BST Area)*

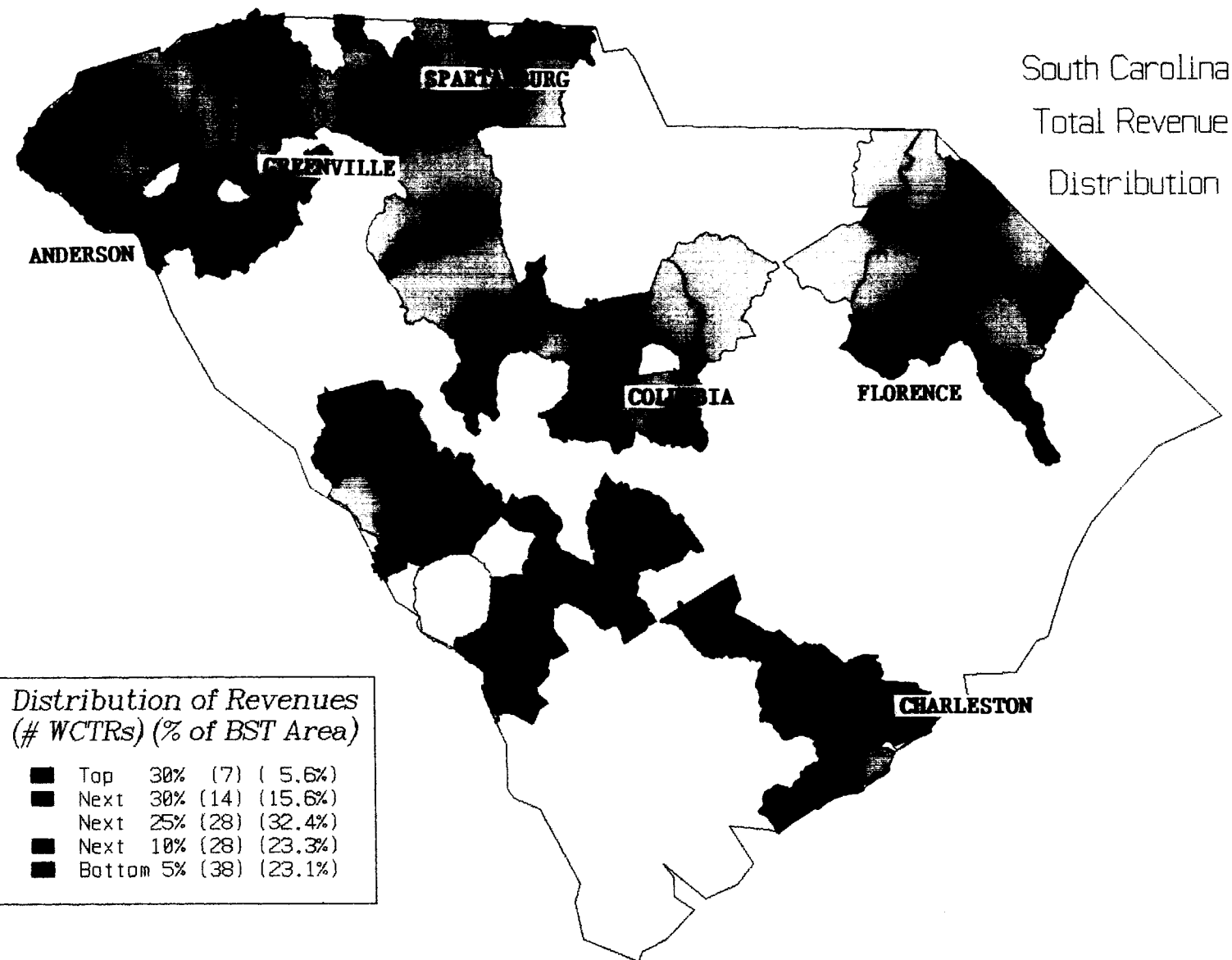
■	Top	30%	(7)	( 3.7%)
■	Next	30%	(16)	( 7.8%)
■	Next	25%	(32)	(29.5%)
■	Next	10%	(36)	(29.9%)
■	Bottom	5%	(49)	(29.1%)

North Carolina  
Total Revenue Distribution

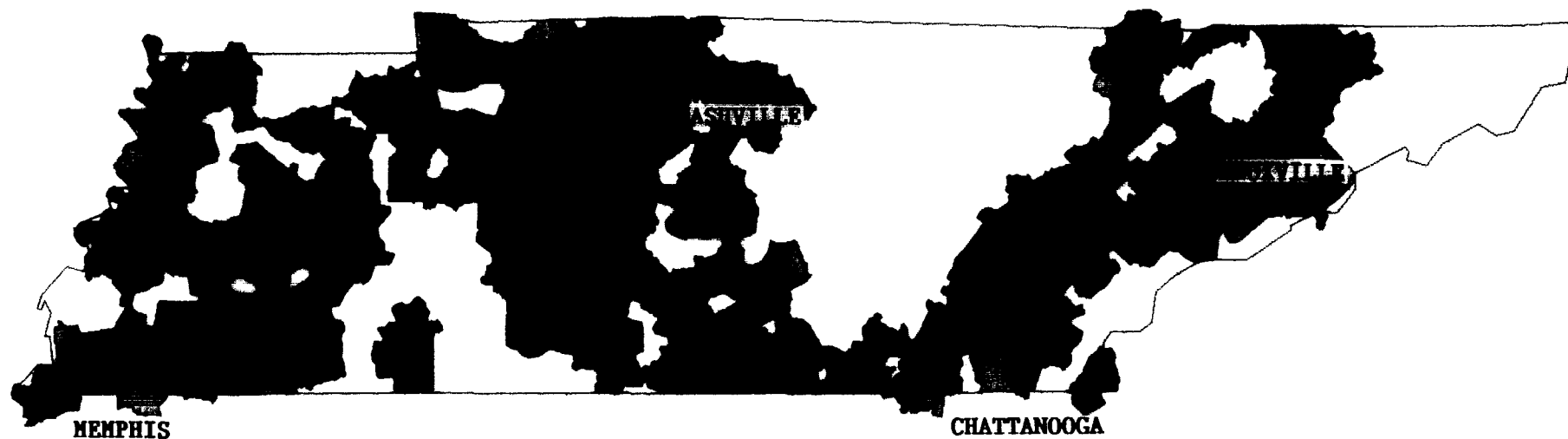








# Tennessee Business Revenue Distribution



## Distribution of Revenues (# WCTRs) (% of BST Area)

■	Top	30%	(7)	(.9%)
■	Next	30%	(16)	(6.9%)
■	Next	25%	(37)	(22.5%)
■	Next	10%	(46)	(34.6%)
■	Bottom	5%	(90)	(35.1%)

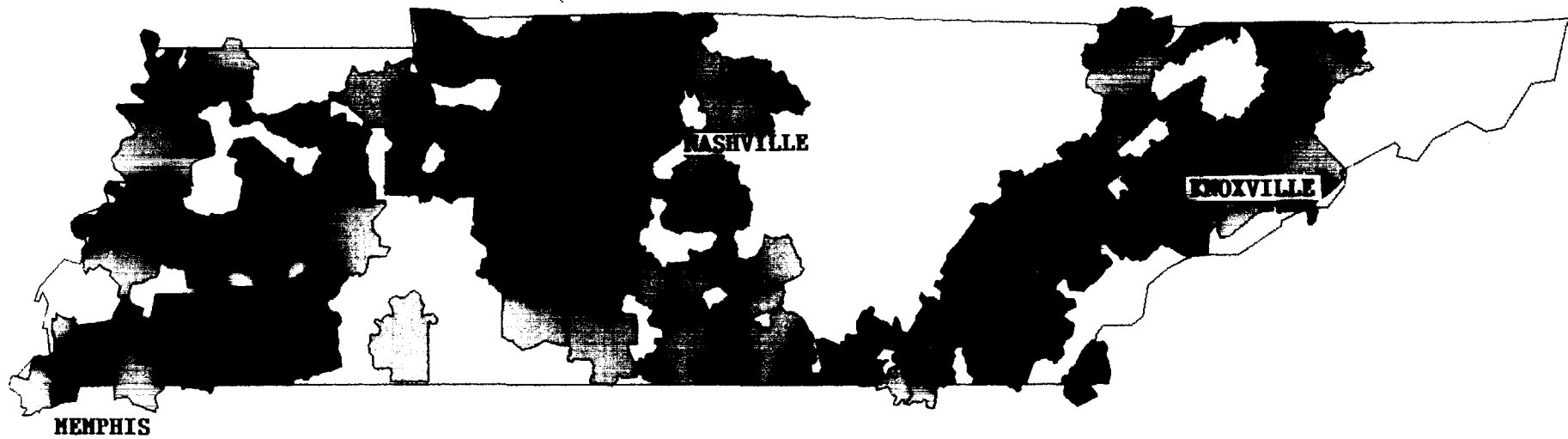
Tennessee  
Access Revenue Distribution



*Distribution of Revenues  
(# WCTRs) (% of BST Area)*

■	Top	30%	(8)	( 1.7%)
■	Next	30%	(18)	( 8.7%)
■	Next	25%	(41)	(26.0%)
■	Next	10%	(44)	(27.1%)
■	Bottom	5%	(85)	(36.5%)

Tennessee  
Total Revenue Distribution



*Distribution of Revenues  
(# WCTRs) (% of BST Area)*

■	Top	30%	(10)	( 1.8%)
■	Next	30%	(20)	(10.3%)
■	Next	25%	(45)	(31.2%)
■	Next	10%	(48)	(30.8%)
■	Bottom	5%	(73)	(25.9%)

## CAP NETWORK MAPS

The concentration of business and interexchange carrier revenues in finite geographic areas enables competitors to target specific high revenue customers with a very limited deployment of facilities. As examples, maps of the following operational competitive networks and inventories of competitors' customers in just a few of the areas in BellSouth that have experienced CAP entry are included:

LOCATION	COMPETITOR
ATLANTA, GA	MFS
CHARLOTTE, NC	INTELCOM GROUP
JACKSONVILLE, FL	INTERMEDIA
MEMPHIS, TN	CITY SIGNAL
MIAMI, FL	INTERMEDIA
ORLANDO, FL	INTERMEDIA

Competitor network maps were obtained by an outside consultant. Inventories of CAP customers were obtained from surveys conducted by an outside consultant. It should be noted that this material is dated, may not reflect recent network expansions, does not show facilities of other competitors in the area, and is not comprehensive.

ATLANTA, GA--In addition to MFS' fiber network, other operational fiber networks include those built by Jones Lightwave, Access Telecommunications Interconnect (a subsidiary of Wometco Cable Corporation), Access Transmission Services (a subsidiary of MCI), and Interstate FiberNet. As part of its networkMCI initiative, MCI Metro began construction in Atlanta in January 1994, the first of twenty metro markets selected for local fiber ring construction. American Communication Services Inc. (ACSI) has indicated that Atlanta is a potential target city for fiber network construction.

CHARLOTTE, NC--In addition to IntelCom Group's fiber network, LOCATE also provides competitive access and private network services via high capacity digital microwave facilities. Charlotte AxS (a joint venture between Time Warner and Vision Cable) is currently constructing a fiber network in Charlotte. ACSI has indicated that Charlotte is a potential target city for fiber network construction.

JACKSONVILLE, FL--In addition to Intermedia, AlterNet (Continental Fiber Technologies, a joint venture between Continental Cablevision and Hyperion Telecom) and Jacksonville Teleport also operate fiber networks in Jacksonville. ACSI has named Jacksonville as a potential target city.

MEMPHIS, TN--In addition to the existing fiber network operated by City Signal, both Time Warner and Access Transmission Services have indicated in their pending applications with the Tennessee Public Service Commission for certificates to provide private line and access services that they intend to use existing facilities in the Memphis area to provide service. IntelCom Group has applied to the Public Service Commission for statewide authority to provide private line and access services.

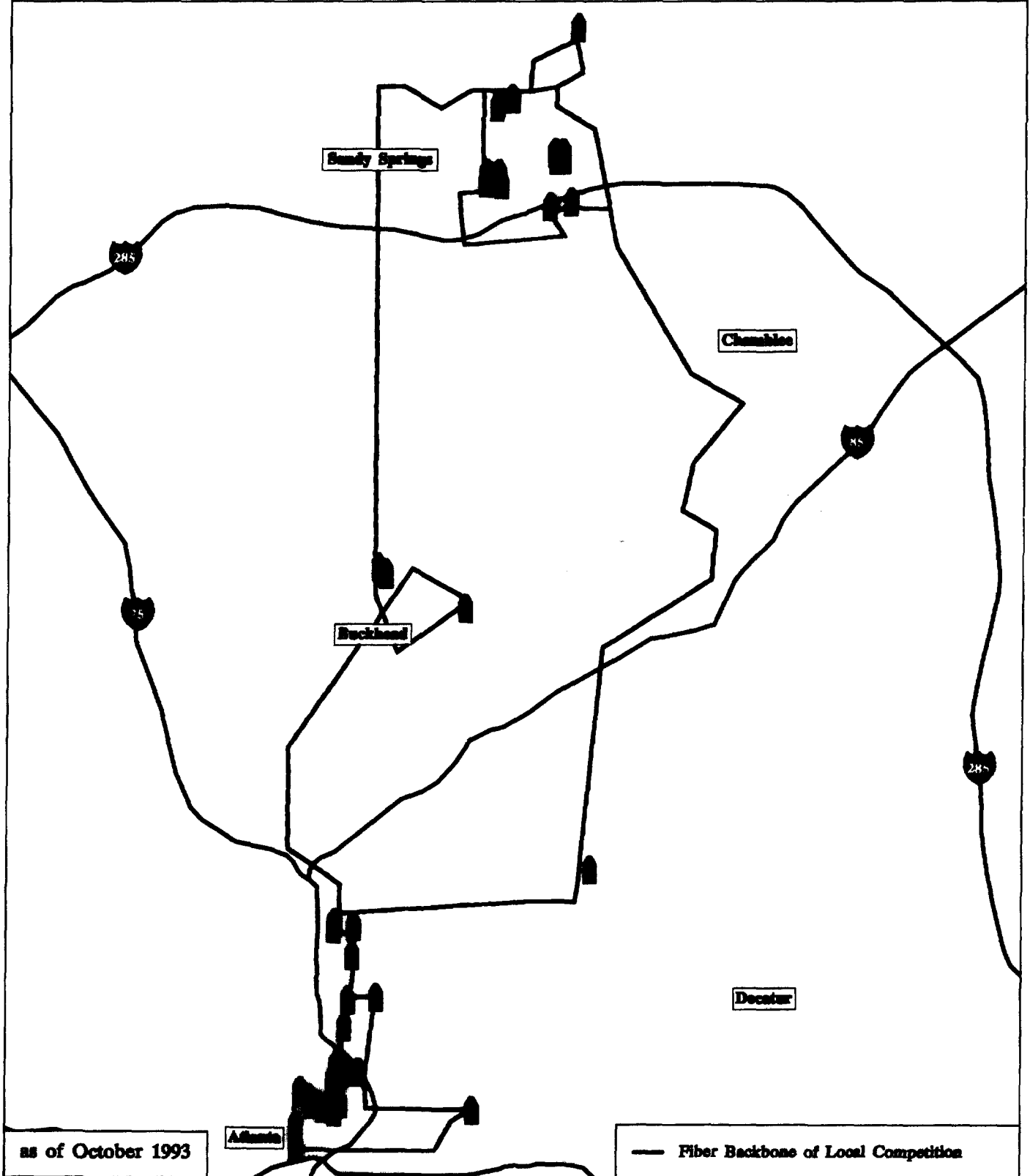
MIAMI, FL--Intermedia's network has been operational since 1990, with a major expansion into the Miami financial district in 1993. Teleport (TCG America) turned its fiber network up for service in March 1994. MFS' network is under construction. MCI Metro announced early this year that it will build fiber local networks in the downtown business district within two years, expanding throughout the county within five years. ACSI has also named Miami as a potential target city.

ORLANDO, FL--In addition to Intermedia's operational fiber network, ACSI has named Orlando as a potential target city.

# Where the Competition is in Atlanta

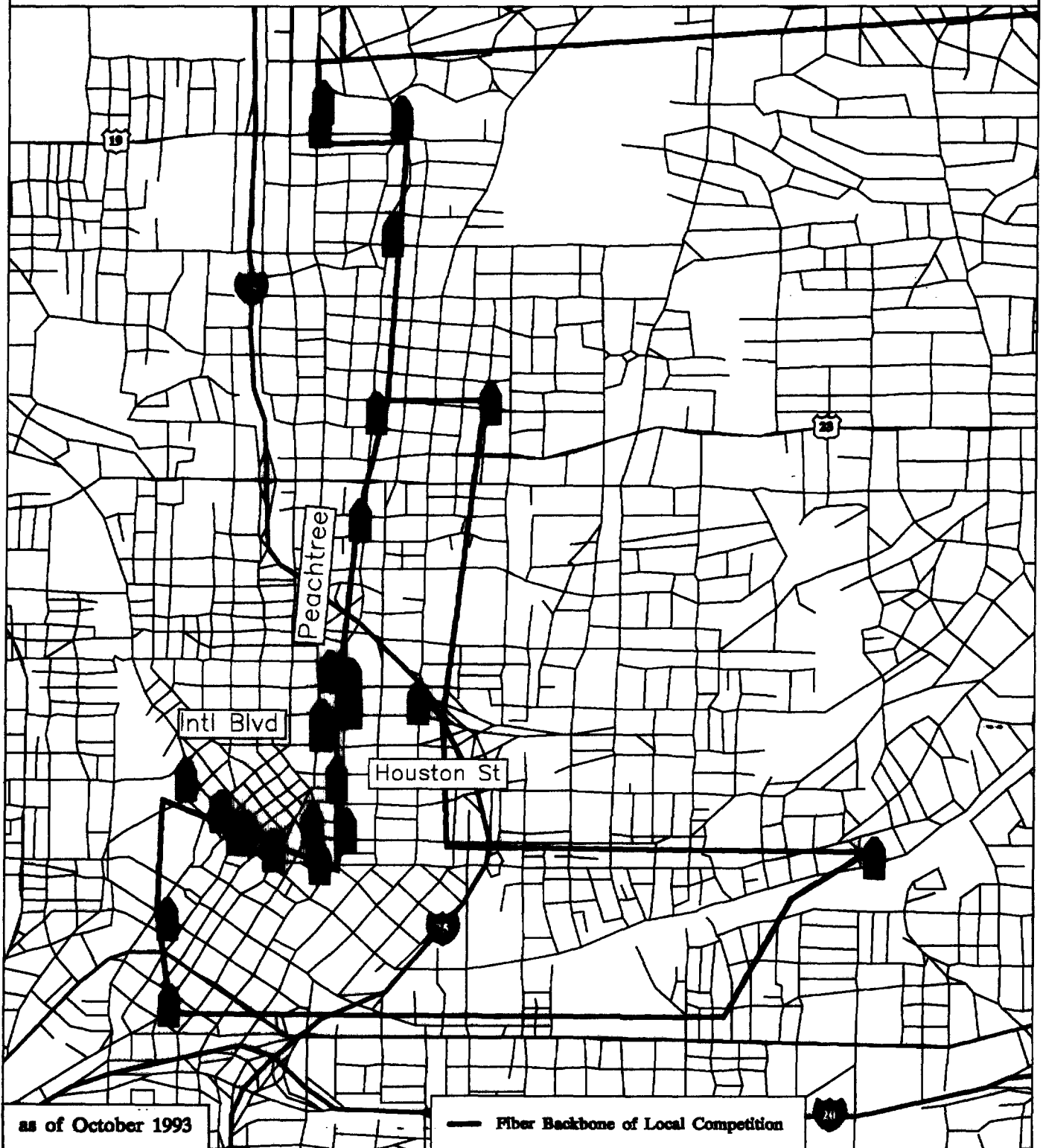


= Building hooked up to a local competitor of BellSouth



## Where the Competition is in Downtown Atlanta

 = Building hooked up to a local competitor of BellSouth



## **Atlanta Buildings Connected to Local Competition**

Northpark Town Center	1000 Abernathy
Northpark Town Center	1100 Abernathy
Witel	165 Boulevard
CNN Center (South & North Tower)	1 CNN Center
Corporate Center One at Concourse	1 Concourse Pkwy
Corporate Center Two at Concourse	2 Concourse Pkwy
Corporate Center Four at Concourse	4 Concourse Pkwy
Corporate Center Five at Concourse	5 Concourse Pkwy
Corporate Center Six at Concourse	6 Concourse Pkwy
Sprint	890 Dekalb
Rich Building	258 Fourth Street
Hurt Building	50 Hurt Plaza
	1400 Lake Hearn
Bank South Building	55 Marietta
Western Union Building	56 Marietta
	104 Marietta Street
Nations Bank	222 Mitchell
55 Park Place	55 Park Place
34 Peachtree St. Bldg.	34 Peachtree
AT&T	51 Peachtree Center
	100 Peachtree Street
Georgia Pacific Center	133 Peachtree
Peachtree Center—South	255 Peachtree
Peachtree Center—Cain	229 Peachtree
Peachtree Center—Harris	233 Peachtree
Peachtree Center—Gas Light	235 Peachtree
Peachtree Center Tower	230 Peachtree
Peachtree Center Marquis One & Two	245 Peachtree
Peachtree Center Marquis One & Two	285 Peachtree
Nations Bank Midtown Center	715 Peachtree
	1201 Peachtree
	1175 Peachtree
	1201 W. Peachtree
The Terraces—South	115 Perimeter Center

## **Atlanta Buildings Connected to Local Competition**

**The Terraces—North  
Atlanta Center Limited  
One Securities Centre  
3500 Securities Centre  
Club America Place  
Piedmont Center: Bldg. 14  
MCI Center**

**Emory University  
Atlanta Plaza One  
1 Peachtree Center  
Crawford Long  
First Union Plaza**

**Piedmont Center: Bldg. 12**

**400 Perimeter Center  
250 Piedmont  
3490 Piedmont Road  
3500 Piedmont  
3520 Piedmont Road  
3535 Piedmont  
3 Ravinia Drive  
1405 Womack  
555 Asbury Circle  
950 E. Paces Ferry  
303 Peachtree Street  
550 Peachtree  
999 Peachtree  
301 Perimeter Center N.  
303 Perimeter Center N.  
3495 Piedmont**

## **Atlanta Companies in Buildings Connected to Local Competition**

AT&T  
 AIM Architects/Engineers  
 Apple Computer  
 Argo Communications Corp.  
 Automated Business Systems  
 Bank South  
 Bear Stearns  
 Buena Vista Television  
 Cable News Network  
 Chrysler Corp.  
 Chubb Insurance Group  
 Citizens & Southern National  
 Coldwell Banker  
 Colonial Life & Accident Insurance  
 Connecticut General Life Ins. Co.  
 Continental Southern Inc.  
 Cox Communications Inc.  
 Crawford—Long Hospital  
 Delta Airlines  
 Denticare  
 Dole Fresh Vegetables  
 Eastman Kodak Company  
 Educational Testing Service  
 Eli Lilly & Company  
 Emory University  
 Federal Employee Credit Union  
 Federal Express  
 Federal Reserve Bank of Atlanta  
 Fidelity National Bank  
 Financial Development Corp.  
 First American Title Insurance  
 First Bankcard Systems Inc.  
 First South Group

First Union Bank  
 Ford Motor Credit Corporation  
 General American Life Insurance  
 Georgia Bar Association  
 Georgia Securities Dealers Assoc.  
 Georgia Textile Manufacturer  
 Group W Productions  
 Guinness Import Co.  
 Hilton Hotels Corp  
 Hitachi Data Systems  
 Holiday Inn Worldwide  
 IBM  
 Image Bank South Inc.  
 Independent Brokerage Ltd.  
 Inside Publishing  
 Intercredit  
 Kentucky Fried Chicken  
 MCI  
 Merrill Lynch Pierce Et Al  
 Metro Atl. Community Foundation  
 NEC Info Systems Inc.  
 Nation's Bank  
 National Cable Advertising  
 Nationwide Capital Corp.  
 Norrell Corp.  
 Northwestern Equity Mortgage  
 Preferred Banking Associates  
 Prudential Atlanta Realty  
 Prudential Reinsurance Co.  
 Reynolds & Associates  
 Satellite Business Systems  
 Skyline Service  
 Southern Newspaper Publishers

## **Atlanta Companies in Buildings Connected to Local Competition**

**Sprint**  
**State Bar of Georgia**  
**Synoptics Communications Inc.**  
**Telecom USA**  
**Trans America Life**  
**Trust Company Bank**  
**Turner Construction**  
**United States Arbitration**  
**Welcare International**  
**Wemmer's Communications**  
**Western Union Telegraph Co.**  
**Xerox Corp.**